



January 20, 2025

To,

The Corporate Relations Department,  
The National Stock Exchange of India Limited,  
Exchange Plaza, 5<sup>th</sup> Floor,  
Plot No. C/1, G-Block, Bandra-Kurla Complex,  
Bandra (East), Mumbai – 400051

The Corporate Relations Department,  
Department of Corporate Services,  
BSE Limited,  
25<sup>th</sup> Floor, Phiroze Jeejeebhoy Towers,  
Dalal Street, Mumbai – 400001

**Re: Script Symbol “NXST”, Scrip Code 543913**

**Scrip Code for NCDs: 974908, 974909, 976118 and 976119; Scrip Code for CPs: 726784, 727657 and 728231**

Dear Sir/ Madam,

**Subject: Submission of the Compliance Report on Corporate Governance for the quarter and nine months ended December 31, 2024.**

Pursuant to Regulation 26E of Securities and Exchange Board of India (Real Estate Investment Trusts) Regulations, 2014, read with Chapter 16 of SEBI Master Circular No. SEBI/HO/DDHS-PoD-2/P/CIR/2024/43, dated May 15, 2024, we have enclosed the Compliance Report on Corporate Governance of Nexus Select Trust for the quarter and nine months ended December 31, 2024.

The Compliance Report on Corporate Governance referred to above has also been uploaded on our website at <https://www.nexusselecttrust.com>.

Please take the same on your record.

Thanking you

For and on behalf of **Nexus Select Trust** acting through its Manager, **Nexus Select Mall Management Private Limited** (Previously known as “Nexus India Retail Management Services Private Limited”)

**Charu Patki**  
**Company Secretary and Compliance Officer**  
**Membership No. A18140**

**Encl:** As above



**ANNEXURE-1**

**Format of report on Governance to be submitted by the Manager on a quarterly basis.**

1. Name of REIT: Nexus Select Trust
2. Name of the Manager: Nexus Select Mall Management Private Limited
3. Quarter ending: December 31, 2024

<b>I. Composition of Board of Directors of the Manager</b>											
Title (Mr. / Ms.)	Name of the Director	PAN <sup>S</sup> & DIN	Category (Chairperson / Non- Independent / Independent / Nominee) <sup>&amp;</sup>	Initial Date of Appointment	Date of Reappointment	Date of Cessation	Tenure*	No. of directorships in all Managers/ Investment Managers of REIT/ InvIT and listed entities, including this Manager	No of Independent directorships in all Managers/ Investment Managers of REIT / InvIT and listed entities, including this Manager	Number of memberships in Audit / Stakeholder Committee(s) in all Managers/ Investment Managers of REIT / InvIT and listed entities, including this Manager# (Refer Regulation 26A of REIT Regulations)	Number of posts of Chairperson in Audit / Stakeholder Committee(s) in all Managers / Investment Managers of REIT / InvIT and listed entities, including this Manager# (Refer Regulation 26A of REIT Regulations)
Mr.	Tuhin Parikh	PAN: AAEPP3946Q  DIN: 00544890	Non- Independent Director	15/12/2021	-	-	-	2	-	-	-
Mr.	Arjun Sharma	PAN: ABEPS6767M  DIN: 00003306	Non- Independent Nominee Director <sup>^</sup>	08/11/2022	-	-	-	2	1	1	1

Mr.	Sadashiv Srinivas Rao	PAN: AADPR1481M DIN: 01245772	Independent Director	08/09/2022	08/09/2022	-	27 Months	3	3	-	4
Ms.	Alpana Parida	PAN: AAEPP5300N DIN: 06796621	Independent Director	20/09/2022	20/09/2022	-	27 Months	3	3	3	-
Mr.	Michael David Holland	PAN: AASPH7037E DIN: 02845141	Independent Director	06/08/2022	06/08/2022	-	28 Months	2	2	1	1
Mr.	Jayesh Tulsidas Merchant	PAN: AAEPM8808Q DIN: 00555052	Independent Director	08/11/2022	08/11/2022	-	25 Months	4	4	3	2
Mr.	Dalip Charanjit Sehgal	PAN: AALPS0798J DIN: 00217255	Non-Independent Director	08/11/2022	-	-	-	1	-	1	-
Mr.	Asheesh Mohta	PAN: AEZPM9416K DIN: 00358583	Non-Independent Director	08/09/2022	-	-	-	1	-	1	-

Whether Regular Chairperson appointed: Yes

Whether Chairperson is related to ~~managing director~~/CEO: No

*\$ PAN of any director would not be displayed on the website of Stock Exchange.*  
*& Category of directors means non-independent/independent/Nominee. If a director fits into more than one category write all categories separating them with hyphen.*  
*\* to be filled only for Independent Director. Tenure would mean total period from which Independent director is serving on Board of directors of the Manager in continuity without any cooling off period.*  
*# As per Regulation 17A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.*  
*^ Mr. Arjun Sharma was appointed as a Non-Executive Director on November 8, 2022. He was redesignated as a Unitholder Nominee Director by resolution passed through circulation of the Board of Directors w.e.f. April 17, 2024.*

<b>II. Composition of Committees</b>					
<i>Name of Committee</i>	<b>Whether Regular Chairperson appointed</b>	<b>Name of Committee members</b>	<b>Category (Chairperson/ Non Independent/ Independent/ Nominee)&amp;</b>	<b>Date of Appointment</b>	<b>Date of Cessation</b>
1. Audit Committee	Yes	Sadashiv Rao	Chairperson- Independent Director	13/11/2022	-
		Jayesh Merchant	Independent Director	13/11/2022	-
		Arjun Sharma	Non- Independent Nominee Director^	13/11/2022	-
		Alpana Parida	Independent Director	04/07/2023	-
2. Nomination and Remuneration Committee	Yes	Alpana Parida	Chairperson- Independent Director	13/11/2022	-
		Sadashiv Rao	Independent Director	13/11/2022	-
		Michael Holland	Independent Director	13/11/2022	-
3. Risk Management Committee	Yes	Jayesh Merchant	Chairperson- Independent Director	17/04/2023	-
		Alpana Parida	Independent Director	17/04/2023	-
		Michael Holland	Independent Director	17/04/2023	-
		Dalip Sehgal	Non-Independent Director	17/04/2023	-
4. Stakeholders' Relationship Committee	Yes	Michael Holland	Chairperson- Independent Director	13/11/2022	-
		Dalip Sehgal	Non-Independent Director	13/11/2022	-
		Asheesh Mohta	Non- Independent Director	13/11/2022	-
<p>&amp; Category of directors means non-independent/independent/Nominee. If a director fits into more than one category write all categories separating them with hyphen  ^ Mr. Arjun Sharma was appointed as a Non-Executive Director on November 8, 2022. He was redesignated as a Unitholder Nominee Director by resolution passed through circulation of the Board of Directors w.e.f. April 17, 2024.</p>					
<b>III. Meetings of Board of Directors</b>					
<i>Date(s) of Meeting (if any) in the previous quarter</i>	<i>Date(s) of Meeting (if any) in the relevant quarter (October - December, 2024)</i>	<i>Whether requirement of Quorum met*</i>	Number of Directors present*	Number of independent directors present*	<i>Maximum gap between any two consecutive meetings (in number of days)</i>
July 30, 2024	October 16, 2024	Yes	6	3	Between July 30, 2024, and October 16, 2024 – 78 days

-	November 12, 2024	Yes	7	4	Between October 16, 2024, and November 12, 2024 – 27 days
<i>* to be filled in only for the current quarter meetings</i>					
<b>IV. Meetings of Committees</b>					
<i>Date(s) of meeting of the committee in the relevant quarter</i>	<i>Whether requirement of Quorum met (details)*</i>	<i>Number of Directors present*</i>	<i>Number of independent directors' present*</i>	<i>Date(s) of meeting of the committee in the previous quarter</i>	<i>Maximum gap between any two consecutive meetings (in number of days) **</i>
	Yes / No				
<b>Audit Committee</b>					
November 12, 2024	Yes	4	3	July 30, 2024	Between July 30, 2024, and November 12, 2024 – 105 days
<b>Nomination and Remuneration Committee</b>					
-	-	-	-	-	
					No meeting is held in the current quarter
<b>Risk Management Committee</b>					
December 05, 2024	Yes	4	3	-	
					Between May 16, 2024, and December 05, 2024 – 203 days***
<b>Stakeholders' Relationship Committee</b>					
-	-	--	-	July 16, 2024	No meeting is held in the current quarter
<i>* to be filled in only for the current quarter meetings.</i>					
<i>**This information has to be mandatorily given for audit committee and risk management committee. For the rest of the committees, giving this information is optional.</i>					
<i>*** Pursuant to Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2024 w.e.f. 17.5.2024 that the meetings of the risk management committee shall be conducted in such a manner that on a continuous basis not more than 210 days shall elapse between any two consecutive meetings.</i>					

**V. Affirmations**

1. The composition of Board of Directors is in terms of SEBI (Real Estate Investment Trusts) Regulations, 2014.
2. The composition of the following committees is in terms of SEBI (Real Estate Investment Trusts) Regulations, 2014
  - a. Audit Committee
  - b. Nomination & Remuneration Committee
  - c. Stakeholders 'Relationship Committee
  - d. Risk management Committee
3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Real Estate Investment Trusts) Regulations, 2014.
4. The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Real Estate Investment Trusts) Regulations, 2014.
5. This report and/or the report submitted in the previous quarter has been placed before the Board of Directors of the Manager. Any comments/observations/advice of the board of directors may be mentioned here. –  
*The Report for the previous quarter ended September 30, 2024, was placed before the Board of Directors of the Manager in their meeting held on November 12, 2024. No comments/observations/advice of the board of directors was received with regards to the same. The Report for the current quarter ended December 31, 2024, shall be placed before the Board of Directors of the Manager in the upcoming Board Meeting.*

**Name & Designation: Charu Patki**  
**A18140**

**Compliance Officer**